



CSX RAIL TRANSPORT
Law Department

RECORDATION NO 7574 FILED 1425

JAN 22 1990 -3 05 PM

INTERSTATE COMMERCE COMMISSION

500 Water Street
Speed Code J-150
Jacksonville, FL 32202
(904) 359-3100
Writer's direct telephone line:

(904) 359-3673

January 17, 1990

0-022A091

Secretary
Interstate Commerce Commission
12th & Constitution, NW
Washington, DC 20423

Dear Secretary:

I have enclosed four counterparts of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

This document is an Instrument of Satisfaction and Release dated as of December 15, 1989, a secondary document. The primary document to which this release is connected is recorded under Recordation No. 7574.

The names and addresses of the parties to the release are as follows:

Metropolitan Life Insurance
Company
One Madison Avenue
New York, New York 10010

CSX Transportation, Inc.
(formerly Seaboard Coast Line
Railroad Company and successor
by merger to Louisville and
Nashville Railroad Company)
500 Water Street
Jacksonville, Florida 32202

Secretary
Interstate Commerce Commission
January 17, 1990
Page 2


A fee check in the amount of \$15 is also enclosed.
Please return all counterparts not required by the
Commission for recordation to:

Mr. David M. Yearwood
Senior Counsel
CSX Transportation, Inc.
500 Water Street
Jacksonville, Florida 32202

A short summary of the document to appear in the
index follows:

General release.

Very truly yours,


David M. Yearwood
Senior Counsel

DMY/cra

W/Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

1/24/90

OFFICE OF THE SECRETARY

David M. Yearwood
Senior Counsel
CSX Transportation, Inc.
500 Water Street
Jacksonville, Florida 32202

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 1/22/90 at 3:05pm and assigned recordation number(s). 7574-A

Sincerely yours,



Noreta R. McGee
Secretary

Enclosure(s)

RECORDATION NO

2574-A
FILED 1435Counterpart No. 4
Of 4 Counterparts

JAN 22 1990 -3 05 PM

INTERSTATE COMMERCE COMMISSION

INSTRUMENT OF SATISFACTION AND RELEASE dated as of December 15, 1989 by and between METROPOLITAN LIFE INSURANCE COMPANY (the "Assignee") and CSX TRANSPORTATION, INC., a Virginia corporation (the "Railroad") (formerly Seaboard Coast Line Railroad Company and successor by merger to Louisville and Nashville Railroad Company).

WITNESSETH:

WHEREAS, by a Conditional Sale Agreement, dated as of May 15, 1974 (the "Conditional Sale Agreement") by and between Greenville Steel Car Company (the "Vendor") and the Railroad, the Vendor agreed to construct, sell and deliver to the Railroad, on the terms and conditions therein set forth, the equipment described in Schedule B thereto (the "Equipment");

WHEREAS, by an Agreement and Assignment, dated as of May 15, 1974 (the "Assignment"), between the Vendor and the Assignee, the Vendor sold, assigned, transferred and set over to the Assignee, its successors and assigns, all its right, title and interest in and to the Equipment and the Conditional Sale Agreement;

WHEREAS, the Conditional Sale Agreement and Assignment were filed and recorded with the Interstate Commerce Commission on July 19, 1974 and assigned Recordation No. 7574;

WHEREAS, Article 6 of the Conditional Sale Agreement provides that when the Railroad has paid the full indebtedness

in respect of the Purchase Price of the Equipment, together with interest, and performed all the Railroad's obligations under the Conditional Sale Agreement, title to the Equipment shall pass to and vest in the Railroad, and the Railroad will be entitled to receive, upon request, an instrument whereby the Assignee transfers its title to the Equipment to the Railroad free of all liens, security interests and other encumbrances; and

WHEREAS, the Railroad has made all payments and satisfied all of the covenants, conditions and obligations of the Conditional Sale Agreement and is therefore entitled to receive an instrument evidencing such transfer.

NOW, THEREFORE, in consideration of the mutual promises herein, and of Ten Dollars (\$10.00) paid to it by the Railroad, receipt of which is hereby acknowledged, the Assignee does hereby (1) acknowledge satisfaction of all payments, covenants, conditions and obligations required of the Railroad under the Conditional Sale Agreement and (2) transfers all its right, title and interest in and to the Equipment to the Railroad, free of all liens, security interests and other encumbrances created or retained by it pursuant to the Conditional Sale Agreement and Assignment.

The Railroad does hereby release and discharge the Assignee from any and all liability arising under the Conditional Sale Agreement and Assignment.

This instrument shall be executed in several counterparts, each of which so executed shall be deemed to be an original and such counterparts together shall constitute but one and the same instrument.

IN WITNESS WHEREOF, the Assignee and the Railroad have caused this instrument to be signed in their respective corporate names and their respective corporate seals to be hereunto affixed and attested by their respective officers as of the day and year first above written.

METROPOLITAN LIFE INSURANCE COMPANY

By *Donald A. Kalva*
Asst. Vice President

ATTEST:

Charles B. Lynch
Assistant Secretary

CSX TRANSPORTATION, INC.

By *AS Schur*
Vice President-CSX Rail Transport

ATTEST:

David M. Yearwood
Assistant Secretary

STATE OF NEW YORK)
) SS:
COUNTY OF NEW YORK)

On this ^{JANUARY} 11th day of ~~December~~, 1989, before me ^{Assistant} personally appeared Ronald S. Kalva, to me personally known, who being by me duly sworn, says that he is a Vice President of Metropolitan Life Insurance Company, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Audrey Fishbein
Notary Public

My Commission expires:

September 11, 1991

AUDREY FISHBEIN
Notary Public, State of New York
No. 24-4956221
Qualified in Kings County
Certificate Filed in New York County
Commission Expires September 11, 1991

NOTARIAL SEAL

STATE OF FLORIDA)
) SS:
COUNTY OF DUVAL)

On this ^{8th} day of November, 1989, before me personally appeared B.A. Schwinger, to me personally known, who, being by me duly sworn, says that he is a Vice President-CSX Rail Transport of CSX Transportation, Inc., that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Cathy R. Hudson
Notary Public

NOTARY PUBLIC, STATE OF FLORIDA
My commission expires Jan. 20, 1991
Bonded thru Patterson-Buchanan

My Commission expires:

Bonded thru Patterson-Buchanan

NOTARIAL SEAL